

JUL 16 '97

11-09AM

HELM
FINANCIAL CORPORATION

One Embarcadero Center • San Francisco, CA 94111

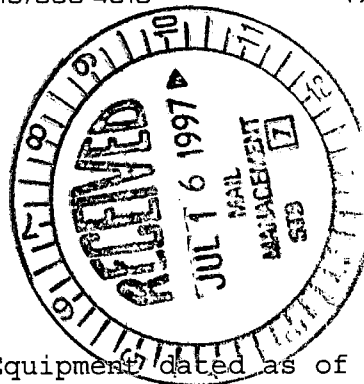
415/398-4510

FAX 415/398-4816

VIA AIR COURIER

July 15, 1997

Mr. Vernon Williams
Secretary
Surface Transportation Board
1925 K Street, N.W.
Washington, D.C. 20423-0001



JUL 16 11 09 AM '97

RECEIVED
SURFACE TRANSPORTATION
BOARD

RE: Termination of Lease of Railroad Equipment dated as of July 1, 1997
by Helm Financial Corporation ("Termination of Lease").

Dear Mr. Williams:

On behalf of Helm Financial Corporation, I submit for filing and recording,
under 49 U.S.C. Section 11303(a) and the regulations promulgated thereunder
the following document:

Two (2) fully-executed originals of the above-referenced Termination
of Lease.

In connection with the recording of the Termination of Lease, please note
the following information:

<u>Name and Address of Lessor:</u>	Helm Financial Corporation One Embarcadero Center, Suite 3700 San Francisco, CA 94111
<u>Name and Address of Lessee:</u>	Kiamichi Railroad Company, L.L.C. 303 West Jackson Hugo, OK 74743
<u>Equipment:</u>	Two (2), 2,000 horsepower, EMD, GP38 locomotives.
<u>Previous STB Filing:</u>	Memorandum of Locomotive Lease Agreement filed on February 5, 1997 at 9:4 a.m. under Recordation No. 20539.

Please file the Termination of Lease as a supplementary document and return
one (1) endorsed original to my attention. A check covering the filing fee
of twenty-four dollars (\$24.00) is enclosed.

Sincerely,

P. Hapin

Patrick Hapin
Document Administrator

/ph
Enclosures (2)

SURFACE TRANSPORTATION BOARD
WASHINGTON, D. C. 20423-0001

OFFICE OF THE SECRETARY

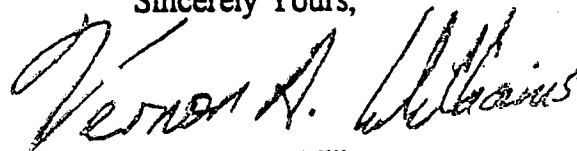
Patrick Napin
Document Administrator
Helm Financial Corporation
One Embarcadero Center
San Francisco, CA., 94111

DATE: 7/16/97

Dear Sir:

The enclosed document(s) was recorded pursuant to the provisions of 49 U.S.C. 11301
and 49 CFR 1177.3 (c), on 7/16/97 at 11:39AM, and
assigned recordation number(s). 20772, 20773, 17688-B, 19645-A, 19979-A, 20324-A
and 20539-A.

Sincerely Yours,

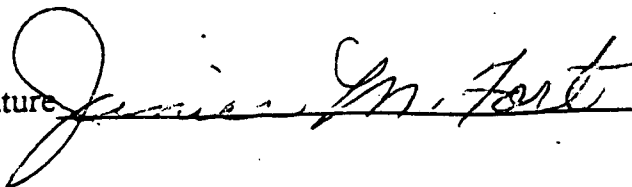


Vernon A. Williams
Secretary

Enclosure(s)

\$ 168.00 The amount indicated at the left has been received in payment of a fee in
connection with a document filed on the date shown. This receipt is issued for the amount paid.
In the event of an error or any questions concerning this fee, you will receive a notification after
the Surface Transportation Board has an opportunity to examine your document.

Signature



TERMINATION OF LEASE

JUL 16 '97

11-09AM

THIS TERMINATION OF LEASE OF RAILROAD EQUIPMENT ("Termination") is dated as of July 1, 1997 by HELM FINANCIAL CORPORATION, a California corporation ("Lessor").

1. **Recitals.** Lessor entered into the Locomotive Lease Agreement dated as of February 21, 1996 ("Lease") with Kiamichi Railroad Company, L.L.C., a Delaware limited liability corporation, with respect to the two (2) GP38 locomotives described in Schedule A attached hereto. The Lease is on file at the Surface Transportation Board of the Department of Transportation ("STB") under STB Recordation Number 20539 filed on February 5, 1997 at 9:45 a.m.

The Lease was terminated on June 15, 1997. The purpose of this Termination of Lease is to provide a formal termination document for filing with the STB.

2. **Termination.** The Lease is hereby formally terminated.

IN WITNESS WHEREOF, Lessor, pursuant to due corporate authority, has caused this Termination of Lease to be signed in its corporate name on the date indicated below its signature.

HELM FINANCIAL CORPORATION

By: 

Title: Senior Vice President & CFO

Date: 1 July 1997

STATE OF CALIFORNIA)
) S.S.
COUNTY OF SAN FRANCISCO)

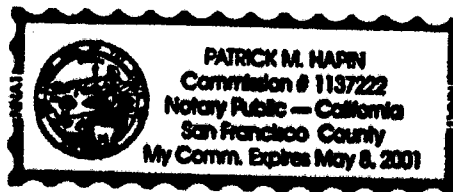
On July 1, 1997, before me, Patrick M. Hapin - ^{Notary}Public
personally appeared John F. Dains, Senior Vice President and Chief
Financial Officer of HELM FINANCIAL CORPORATION,

✓ personally known to me -OR-

— proved to me on the basis of satisfactory evidence to be the person(s)
whose name(s) is/are subscribed to the within instrument and
acknowledged to me that he/she/they executed the same in his/her/their
authorized capacity(ies), and that by his/her/their signature(s) on
the instrument the person(s), or the entity upon behalf of which the
person(s) acted, executed the instrument.

Witness my hand and official seal.

Patrick M. Hapin
SIGNATURE OF THE NOTARY



ph

SCHEDULE A

Description of the Units:

Two (2) EMD, GP38, 2000 horsepower locomotives.

Unit Numbers:

HLCX 3608

HLCX 3615

Ph